

**UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

)	Case No. 3:23-md-3071
)	MDL No. 3071
)	
IN RE: REALPAGE, INC., RENTAL)	Chief Judge Waverly D. Crenshaw, Jr.
SOFTWARE ANTITRUST LITIGATION)	
(NO. II))	Magistrate Judge Barbara D. Holmes
)	
)	This Document Relates to:
)	
)	3:23-cv-00378
)	3:23-cv-00742
)	3:23-cv-00979
)	
)	
)	

**DEFENDANT BOZZUTO MANAGEMENT COMPANY’S ANSWER TO
SECOND AMENDED CONSOLIDATED CLASS ACTION COMPLAINT**

Defendant Bozzuto Management Company (“Bozzuto”) answers Plaintiffs’ Second Amended Consolidated Class Action Complaint (“SAMC”), and states as follows:

Any allegation not explicitly admitted is denied. The headings and footnotes contained in the SAMC are not allegations to which a response is required. To the extent a response to any headings is required, Bozzuto denies the allegations in those headings. To the extent a response to any footnotes is required, Bozzuto’s responses to the paragraphs in which those footnotes appear are Bozzuto’s responses to the footnotes.

Where Bozzuto responds to allegations that concern other Defendants and not Bozzuto, Bozzuto states that it lacks knowledge or information sufficient to form a belief as to the truth or falsity of such allegations, unless Bozzuto states otherwise.

The unnumbered opening paragraph to the SAMC consists of Plaintiffs' characterization of their lawsuit. Bozzuto admits only that Plaintiffs have brought suit against the referenced Defendants. Bozzuto denies all other allegations in the unnumbered opening paragraph, denies engaging in any unlawful conduct, denies any liability to Plaintiffs whatsoever, and denies that Plaintiffs are entitled to any recovery or relief.

I. INTRODUCTION

1. Denied, except that Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in footnote 1, and therefore denies those allegations.

2. Denied.

3. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 3, and therefore denies those allegations, except that Bozzuto avers that it is solely a property manager and does not own any multifamily residential properties. The third sentence of paragraph 3 states legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 3.

4. Bozzuto denies the allegations in the first three sentences of paragraph 4. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 4, and therefore denies those allegations.

5. Bozzuto denies the allegations in the first two sentences of paragraph 5. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 5, and therefore denies those allegations.

6. Denied, except that footnote 5 cross-references lists of Defendants, and Bozzuto acknowledges that Plaintiffs have sued Defendants but deny any liability whatsoever to Plaintiffs.

7. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 7, and therefore denies those allegations.

8. Paragraph 8 states legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in Paragraph 8.

II. BACKGROUND

9. Bozzuto denies the allegations in the first sentence of paragraph 9. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 9, and therefore denies those allegations.

10. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 10, and therefore denies those allegations.

11. Bozzuto denies the allegations in the first sentence of paragraph 11. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 11, and therefore denies those allegations.

12. Denied.

13. Bozzuto denies the allegations in the first four sentences of paragraph 13. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the fifth sentence of paragraph 13, and therefore denies those allegations.

14. Bozzuto admits that RealPage charges certain fees for the use of its revenue management solutions. Bozzuto denies all other allegations in paragraph 14.

15. Bozzuto denies the allegations in the first two sentences of paragraph 15.

Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 15, and therefore denies those allegations.

16. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 16, and therefore denies those allegations. Bozzuto denies the allegations in the second sentence of paragraph 16.

17. Bozzuto denies the allegations in the first sentence of paragraph 17. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of the allegations in paragraph 17, and therefore denies those allegations.

18. Bozzuto denies the allegations in the first two sentences of paragraph 18. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of the allegations in paragraph 18, and therefore denies those allegations.

19. Bozzuto denies the allegations in the first sentence of paragraph 19. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 19, and therefore denies those allegations.

20. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first through sixth, eighth, and ninth sentences of paragraph 20, and therefore denies those allegations. Bozzuto denies the allegations in the balance of paragraph 10.

21. Bozzuto denies the allegations in the first sentence of paragraph 21, except that Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the purportedly quoted matter, and so denies those allegations. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 21 (including Figure 1), and therefore denies those allegations.

22. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 22 and in Figure 2, and therefore denies those allegations. Bozzuto denies the allegations in the second sentence of paragraph 22.

23. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first four sentences of paragraph 23, and therefore denies those allegations. Bozzuto specifically denies that Defendants “collectively set and raise rents and confirm that rental prices were artificially raised.” Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 23, and therefore denies those allegations.

24. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 24, and therefore denies those allegations.

25. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 25, and therefore denies those allegations. Bozzuto specifically denies that “lessors . . . collectively raise rents.”

26. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 26, and therefore denies those allegations.

27. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 27, and therefore denies those allegations.

28. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 28, and therefore denies those allegations.

29. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 29, and therefore denies those allegations. Bozzuto specifically denies any “collusion.”

30. Denied.

31. Bozzuto denies the allegations in the first three sentences of paragraph 31.

Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the fourth through ninth sentences of paragraph 31, and so denies those allegations.

Bozzuto denies the balance of allegations in paragraph 31.

32. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 32, and therefore denies those allegations. Bozzuto specifically denies using any “coordinated rent-setting software.”

33. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 33, and therefore denies those allegations.

34. Denied, including Figures 3 and 4.

35. Bozzuto denies the allegations in the first sentence of paragraph 35. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 35, and therefore denies those allegations.

36. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first four sentences of paragraph 36, and therefore denies those allegations. Bozzuto denies the allegations in the fifth sentence of paragraph 36. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the sixth sentence of paragraph 36, and therefore denies those allegations.

37. Denied.

38. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first, second, and fourth through sixth sentences of paragraph 38,

and therefore denies those allegations. Bozzuto denies the allegations in the third sentence of paragraph 38.

39. Bozzuto denies the allegations in the first sentence of paragraph 39. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 39, and therefore denies those allegations.

40. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 40, including Figure 5, and therefore denies those allegations.

41. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 41, and therefore denies those allegations.

42. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 42, and therefore denies those allegations. Bozzuto specifically denies engaging in any “misconduct” or participating in any “collusion.”

43. Paragraph 43 states legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 43.

III. JURISDICTION AND VENUE

44. Paragraph 44 states Plaintiffs’ characterization of their lawsuit and legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in Paragraph 44.

45. Paragraph 45 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 45.

46. Paragraph 46 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 46.

47. Paragraph 47 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 47.

48. Paragraph 48 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 48.

49. Paragraph 49 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 49.

IV. THE PARTIES

50. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 50, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 50.

51. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 51, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 51.

52. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 52, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 52.

53. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 53, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 53.

54. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 54, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 54.

55. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 55, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 55.

56. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 56, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 56.

57. Bozzuto admits that Joshua Kabisch entered into a contract to lease a residential unit in the property known as The Cooper from April 2, 2019 through July 1, 2020. Bozzuto further admits that it served as property manager of The Cooper during that period, and that the owner of The Cooper contracted with RealPage during that period for use of RealPage's RMS. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 57, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 57.

58. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 58, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 58.

59. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 59, and therefore denies those allegations. Bozzuto specifically denies the allegations in the final sentence of paragraph 59.

60. Bozzuto admits that Maya Haynes entered into a contract to lease a residential unit in a property known as Alexan Summerhill in Atlanta, Georgia from January 21, 2023 to February 20, 2024. Bozzuto further admits that it previously served as property manager of Alexan Summerhill, but denies that it currently serves as property manager of that property. Bozzuto denies that RealPage RMS was used at the Alexan Summerhill during the period that Bozzuto served as property manager. Bozzuto further denies that Trammel Crow Residential Company and Crow Holdings L.P. own the Alexan Summerhill. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 60, and therefore denies those allegations. Bozzuto specifically denies any allegation in paragraph 60 that Ms. Haynes paid higher rental prices “by reasons of the violations alleged herein” and denies the existence of any purported “violations.”

61. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 61, and therefore denies those allegations.

62. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first through fifth and seventh through ninth sentences of paragraph 62, and therefore denies those allegations. Bozzuto denies the allegations in the sixth sentence of paragraph 62.

63. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 63, and therefore denies those allegations.

64. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 64, and therefore denies those allegations.

65. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 65, and therefore denies those allegations.

66. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 66, and therefore denies those allegations.

67. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 67, and therefore denies those allegations. The third sentence of paragraph 67 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 67.

68. Denied.

69. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 69, and therefore denies those allegations. The third sentence of paragraph 69 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 69.

70. Bozzuto denies the allegations in the first, third, fourth, and fifth sentences of paragraph 70. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 70, and therefore denies those allegations.

71. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 71, and therefore denies those

allegations. The third sentence of paragraph 71 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied.

Bozzuto denies all other allegations in paragraph 71.

72. Bozzuto denies the allegations in the first, third, fourth, and fifth sentences of paragraph 72. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 72, and therefore denies those allegations.

73. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 73, and therefore denies those allegations. The third sentence of paragraph 73 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 73.

74. Bozzuto denies the allegations in the first sentence of paragraph 74. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 74, and therefore denies those allegations.

75. Denied.

76. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 76, and therefore denies those allegations. The third sentence of paragraph 76 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 76.

77. Bozzuto denies the allegations in the first sentence of paragraph 77. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 77, and therefore denies those allegations.

78. Denied.

79. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 79, and therefore denies those allegations. The third sentence of paragraph 79 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 79.

80. Bozzuto denies the allegations in the first two sentences of paragraph 80. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 80, and therefore denies those allegations.

81. Denied.

82. Bozzuto admits the allegations in the first sentence of paragraph 82 that Bozzuto is a corporation headquartered in Greenbelt, Maryland, organized and existing under the laws of Maryland. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 82 related to Bozzuto's ranking compared to other property managers, and therefore denies those allegations. Bozzuto denies the remaining allegations in the second sentence of paragraph 82. Bozzuto admits that it has served as a property manager at properties located in the following geographic areas: Atlanta, Baltimore, Boston, Charlotte, Chicago, Hartford, Los Angeles, Miami, Milwaukee, Nashville, New York, Philadelphia, Pittsburgh, Providence, San Jose, Seattle, Tampa, and Washington, DC; Bozzuto denies that any of the preceding geographic areas constitute relevant markets under applicable

antitrust laws. The fourth sentence of paragraph 82 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 82.

83. Denied.

84. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 84, and therefore denies those allegations. The third sentence of paragraph 84 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 84.

85. Bozzuto denies the allegations in the first sentence of paragraph 85. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 85, and therefore denies those allegations.

86. Denied.

87. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 87, and therefore denies those allegations. The third sentence of paragraph 87 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 87.

88. Bozzuto denies the allegations in the first two sentences of paragraph 88. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 88, and therefore denies those allegations.

89. Denied.

90. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 90, and therefore denies those allegations. The fourth sentence of paragraph 90 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 90.

91. Bozzuto denies the allegations in the first sentence of paragraph 91. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 91, and therefore denies those allegations.

92. Denied.

93. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 93, and therefore denies those allegations. The fourth sentence of paragraph 93 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 93.

94. Bozzuto denies the allegations in the first sentence of paragraph 94. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 94, and therefore denies those allegations.

95. Denied.

96. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 96, and therefore denies those allegations. The third sentence of paragraph 96 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 96.

97. Denied.

98. Denied.

99. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 99, and therefore denies those allegations. The third sentence of paragraph 99 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 99.

100. Bozzuto denies the allegations in the first two sentences of paragraph 100. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 100, and therefore denies those allegations.

101. Denied.

102. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 102, and therefore denies those allegations. The third sentence of paragraph 102 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 102.

103. Bozzuto denies the allegations in the first sentence of paragraph 103. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 103, and therefore denies those allegations.

104. Denied.

105. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 105, and therefore denies those allegations. The third sentence of paragraph 105 states a legal conclusion, to which no response

is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 105.

106. Bozzuto denies the allegations in the first sentence of paragraph 106. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 106, and therefore denies those allegations.

107. Denied.

108. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 108, and therefore denies those allegations. The fourth sentence of paragraph 108 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 108.

109. Bozzuto denies the allegations in the first sentence of paragraph 109. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 109, and therefore denies those allegations.

110. Denied.

111. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 111, and therefore denies those allegations. The third sentence of paragraph 111 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 111.

112. Bozzuto denies the allegations in the first sentence of paragraph 112. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 112, and therefore denies those allegations.

113. Denied.

114. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 114, and therefore denies those allegations. The fourth sentence of paragraph 114 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 114.

115. Bozzuto denies the allegations in the first sentence of paragraph 115. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 115, and therefore denies those allegations. Bozzuto specifically denies participating in any “Conspiracy.”

116. Denied.

117. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 117, and therefore denies those allegations. The fourth sentence of paragraph 117 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 117.

118. Denied.

119. Denied.

120. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 120, and therefore denies those allegations. The third sentence of paragraph 120 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 120.

121. Bozzuto denies the allegations in the first sentence of paragraph 121. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 121, and therefore denies those allegations.

122. Denied.

123. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 123, and therefore denies those allegations. The fourth sentence of paragraph 123 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 123.

124. Bozzuto denies the allegations in the first two sentences of paragraph 124. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 124, and therefore denies those allegations.

125. Denied.

126. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 126, and therefore denies those allegations. The third sentence of paragraph 126 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 126.

127. Bozzuto denies the allegations in the first two sentences of paragraph 127. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 127, and therefore denies those allegations.

128. Denied.

129. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 129, and therefore denies those allegations. The third sentence of paragraph 129 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 129.

130. Bozzuto denies the allegations in the first two sentences of paragraph 130. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 130, and therefore denies those allegations. Bozzuto specifically denies participating in any “Conspiracy.”

131. Denied.

132. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 132, and therefore denies those allegations. The third sentence of paragraph 132 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 132.

133. Bozzuto denies the allegations in the first sentence of paragraph 133. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 133, and therefore denies those allegations.

134. Denied.

135. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 135, and therefore denies those allegations. The third sentence of paragraph 135 states a legal conclusion, to which no response

is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 133.

136. Bozzuto denies the allegations in the first sentence of paragraph 136. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 136, and therefore denies those allegations.

137. Denied.

138. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 138, and therefore denies those allegations. The third sentence of paragraph 138 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 138.

139. Bozzuto denies the allegations in the first sentence of paragraph 139. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 139, and therefore denies those allegations.

140. Denied.

141. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 141, and therefore denies those allegations. The third sentence of paragraph 141 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 141.

142. Bozzuto denies the allegations in the first two sentences of paragraph 142. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 142, and therefore denies those allegations.

143. Denied.

144. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first, second, and fourth sentences of paragraph 144, and therefore denies those allegations. The balance of paragraph 144 states legal conclusions, to which no response is required. To the extent a response is deemed required, Bozzuto denies all allegations contrary to law. Bozzuto denies all other allegations in paragraph 144.

145. Bozzuto denies the allegations in the first two sentences of paragraph 145. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 145, and therefore denies those allegations.

146. Denied.

147. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 147, and therefore denies those allegations. The fourth sentence of paragraph 147 states a legal conclusion, to which no response is required. To the extent a response is deemed required, Bozzuto denies those allegations.

148. Bozzuto denies the allegations in the first sentence of paragraph 148. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 148, and therefore denies those allegations.

149. Denied.

150. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 150, and therefore denies those allegations. The fourth sentence of paragraph 150 states a legal conclusion, to which no

response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 150.

151. Bozzuto denies the allegations in the first two sentences of paragraph 151. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 151, and therefore denies those allegations.

152. Denied.

153. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 153, and therefore denies those allegations. The third sentence of paragraph 153 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 153.

154. Bozzuto denies the allegations in the first two sentences of paragraph 154. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 154, and therefore denies those allegations.

155. Denied.

156. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 156, and therefore denies those allegations. The fourth sentence of paragraph 156 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 156.

157. Bozzuto denies the allegations in the first two sentences of paragraph 157. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 157, and therefore denies those allegations.

158. Denied.

159. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 159, and therefore denies those allegations. The fourth sentence of paragraph 159 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 159.

160. Bozzuto denies the allegations in the first sentence of paragraph 160. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 160, and therefore denies those allegations.

161. Denied.

162. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 162, and therefore denies those allegations. The third sentence of paragraph 162 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 162.

163. Bozzuto denies the allegations in the first sentence of paragraph 163. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 163, and therefore denies those allegations.

164. Denied.

165. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 165, and therefore denies those allegations. The third sentence of paragraph 165 states a legal conclusion, to which no response

is required. To the extent a response is deemed required, anything contrary to the law is denied.
Bozzuto denies all other allegations in paragraph 165.

166. Bozzuto denies the allegations in the first sentence of paragraph 166. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 166, and therefore denies those allegations.

167. Denied.

168. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 168, and therefore denies those allegations. The fourth sentence of paragraph 168 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 168.

169. Bozzuto denies the allegations in the first sentence of paragraph 169. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 169, and therefore denies those allegations.

170. Denied.

171. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 171, and therefore denies those allegations. The third sentence of paragraph 171 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 171.

172. Denied.

173. Denied.

174. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 174, and therefore denies those allegations. The third sentence of paragraph 174 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 174.

175. Bozzuto denies the allegations in the first sentence of paragraph 175. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 175, and therefore denies those allegations.

176. Denied.

177. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 177, and therefore denies those allegations. The third sentence of paragraph 177 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 177.

178. Bozzuto denies the allegations in the first two sentences of paragraph 178, except that Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in footnote 79, and therefore denies those allegations. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence of paragraph 178, and therefore denies those allegations.

179. Denied.

180. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 180, and therefore denies those allegations. The fourth sentence of paragraph 180 states a legal conclusion, to which no

response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 180.

181. Denied.

182. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 182, and therefore denies those allegations. The fourth sentence of paragraph 182 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 182.

183. Bozzuto denies the allegations in the first sentence of paragraph 183, except that Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in footnote 81, and therefore denies those allegations. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 183, and therefore denies those allegations.

184. Denied.

185. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 185, and therefore denies those allegations. The third sentence of paragraph 185 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 185.

186. Denied.

187. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 187, and therefore denies those allegations. The third sentence of paragraph 187 states a legal conclusion, to which no response

is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 187.

188. Denied.

189. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 189, and therefore denies those allegations. The third sentence of paragraph 189 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 189.

190. Bozzuto denies the allegations in the first sentence of paragraph 190. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 190, and therefore denies those allegations.

191. Denied.

192. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 192, and therefore denies those allegations. The fourth sentence of paragraph 192 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 192.

193. Denied.

194. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 194, and therefore denies those allegations.

195. Paragraph 195 states legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies the allegations in Paragraph 195.

196. Paragraph 196 merely defines the meaning of other allegations in the SAMC, so no response is required. To the extent a response is deemed required, Bozzuto denies the allegations in Paragraph 196.

197. Bozzuto admits that the first sentence of paragraph 197 purports to refer to “Managing Defendants” as that term is defined in that sentence. Bozzuto admits the allegation in the second sentence of paragraph 197 that Bozzuto does not have any ownership interest in any properties that it manages. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the remaining allegations in the second sentence of paragraph 197, and therefore denies those allegations. The third sentence of paragraph 197 states legal conclusions, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 197.

198. Bozzuto admits that Plaintiffs purport to refer to “‘Owner-Operator’ Defendants” as that term is defined in the first sentence of paragraph 198. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 198, and therefore denies those allegations. Bozzuto specifically denies any conspiracy, and therefore denies the reference to a “Conspiracy Period.” Bozzuto also specifically denies any implication that prices are set by RealPage software.

199. Bozzuto admits that Plaintiffs purport to refer to “‘Owner’ Defendants” as that term is defined in the first sentence of paragraph 199. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 199, and therefore denies those allegations. Bozzuto specifically denies any implication that rental prices are set by RealPage software.

200. Denied.

201. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 201, and therefore denies those allegations. Bozzuto denies the allegations in the third sentence of paragraph 201.

V. FACTUAL ALLEGATIONS

202. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 202, and therefore denies those allegations.

203. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 203, and therefore denies those allegations.

204. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 204, and therefore denies those allegations. To the extent the third sentence requires a legal conclusion, no response is required, and to the extent a response is deemed required, anything contrary to the law is denied. Otherwise, Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the third sentence, and therefore denies those allegations. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the fourth sentence of paragraph 204, and therefore denies those allegations. Bozzuto denies the allegations in the fifth sentence of paragraph 204.

205. To the extent paragraph 205 is intended to allege “collusion” between or among “property owners and managers,” denied. Otherwise, Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 205, and therefore denies those allegations.

206. Bozzuto denies the allegations in the first sentence of paragraph 206. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 206, and therefore denies those allegations.

207. Bozzuto denies the allegations in the first two sentences of paragraph 207. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 207, and therefore denies those allegations.

208. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 208, and therefore denies those allegations. Bozzuto denies the allegations in the third sentence of paragraph 208.

209. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 209, and therefore denies those allegations.

210. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first through eighth sentences of paragraph 210, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 210.

211. Bozzuto denies the allegations in the first sentence of paragraph 211. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 211, and therefore denies those allegations.

212. Denied.

213. Bozzuto denies the allegations in the first sentence of paragraph 213. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 213, and therefore denies those allegations.

214. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 214, and therefore denies those allegations.

215. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 215, and therefore denies those allegations.

216. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 216, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 216.

217. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 217, and therefore denies those allegations.

218. To the extent paragraph 218 is intended to allege that RealPage's RMS sets rental rates for any units at buildings that Bozzuto manages as an agent of its owner clients, denied. Otherwise, Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 218, and therefore denies those allegations.

219. Bozzuto denies the allegations in the first sentence of paragraph 219. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations paragraph 219, and therefore denies those allegations.

220. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 220, and therefore denies those allegations.

221. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 221, and therefore denies those allegations.

222. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 222, and therefore denies those allegations.

223. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 223, and therefore denies those allegations.

224. Bozzuto denies any allegations that RealPage has “control over multifamily rental prices” or that RealPage RMS “sets” rental prices for individual units. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 224, and therefore denies those allegations.

225. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 225, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 225.

226. Bozzuto denies that RealPage “coordinate[s] pricing among its clients.” Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 226 (including Figure 6), and therefore denies those allegations.

227. Denied.

228. Bozzuto denies any allegation that Bozzuto agreed to do anything with alleged “direct competitors.” Bozzuto denies any characterizations of alleged statements. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations paragraph 228, and therefore denies those allegations.

229. Bozzuto denies any allegations that it has outsourced pricing decisions to any third-party. Bozzuto denies any characterizations of alleged statements. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 229, and therefore denies those allegations.

230. Denied.

231. Denied.

232. Bozzuto denies the allegations in the first sentence of paragraph 232. Bozzuto denies any allegation that RealPage’s RMS is a “deterministic tool”. Bozzuto lacks sufficient

knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 232, and therefore denies those allegations.

233. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 233, and therefore denies those allegations.

234. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first four sentences of paragraph 234, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 234.

235. Bozzuto denies the allegations in the first and last sentences of paragraph 235. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 235, and therefore denies those allegations.

236. Bozzuto denies the allegations in the first sentence of paragraph 236. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 236, and therefore denies those allegations.

237. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 237, and therefore denies those allegations.

238. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 238, and therefore denies those allegations.

239. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 239, and therefore denies those allegations.

240. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 240, and therefore denies those allegations.

241. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 241, and therefore denies those allegations.

242. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 242, and therefore denies those allegations.

243. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 243, and therefore denies those allegations.

244. Denied.

245. Bozzuto denies the allegations in the first sentence of paragraph 245. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 245, and therefore denies those allegations.

246. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 246, and therefore denies those allegations.

247. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 247, and therefore denies those allegations.

248. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 248, and therefore denies those allegations.

249. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 249, and therefore denies those allegations.

250. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 250, and therefore denies those allegations.

251. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 251, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 251.

252. Bozzuto denies the allegations in the first sentence of paragraph 252. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 252, and therefore denies those allegations.

253. Bozzuto admits only that paragraph 253 purports to characterize and quote the referenced documents, which speak for themselves. Bozzuto denies Plaintiffs' characterizations of those documents and the balance of allegations in paragraph 253.

254. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 254, and therefore denies those allegations.

255. Bozzuto denies the allegations in the first and third sentences of paragraph 255. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 255, and therefore denies those allegations.

256. Bozzuto denies the existence of any purported "compliance mechanisms" alleged in paragraph 256. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 256 (including Figure 7), and therefore denies those allegations.

257. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 257, and therefore denies those allegations.

258. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 258, and therefore denies those allegations.

259. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 259 (including Figure 8), and therefore denies those allegations.

260. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 260, and therefore denies those allegations.

261. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 261, and therefore denies those allegations.

262. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 262, and therefore denies those allegations.

263. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 263, and therefore denies those allegations.

264. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 264, and therefore denies those allegations.

265. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 265, and therefore denies those allegations.

266. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 266, and therefore denies those allegations.

267. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 267, and therefore denies those allegations.

268. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 268, and therefore denies those allegations.

269. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 269, and therefore denies those allegations.

270. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 270, and therefore denies those allegations.

271. Bozzuto admits only that paragraph 271 purports to characterize the referenced reports, which speak for themselves. Bozzuto denies Plaintiffs' characterizations of those reports and the balance of allegations in paragraph 271.

272. Bozzuto admits only that paragraph 272 purports to characterize the referenced reports, which speak for themselves. Bozzuto denies Plaintiffs' characterizations of those reports and the balance of allegations in paragraph 272.

273. Bozzuto admits only that the first sentence of paragraph 273 purports to characterize the referenced reports, which speak for themselves. Bozzuto denies Plaintiffs' characterizations of those reports. Bozzuto denies the allegations in the second sentence of paragraph 273. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 273, and therefore denies those allegations.

274. Denied.

275. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 275, and therefore denies those allegations.

276. To the extent paragraph 276 alleges the existence of a purported "cartel," Bozzuto denies those allegations. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 276, and therefore denies those allegations.

277. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 277, and therefore denies those allegations.

278. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 278, and therefore denies those allegations.

279. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 279, and therefore denies those allegations.

280. To the extent paragraph 280 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 280.

281. Bozzuto denies the allegations in the first and third sentences of Paragraph 281. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 281, and therefore denies those allegations.

282. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 282, and therefore denies those allegations.

283. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 283, and therefore denies those allegations.

284. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 284, and therefore denies those allegations.

285. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 285, and therefore denies those allegations.

286. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 285, and therefore denies those allegations.

287. To the extent paragraph 287 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 287.

288. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first three sentences of paragraph 288, and therefore denies those allegations. Bozzuto denies the balance of allegations in of paragraph 288.

289. To the extent paragraph 289 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 289.

290. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 290, and therefore denies those allegations.

291. Bozzuto denies the allegations in the second through fourth sentences of paragraph 291. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 291, and therefore denies those allegations.

292. Bozzuto denies the allegation in paragraph 292 that “Members of the conspiracy recognize that widespread adoption of RealPage RMS allows property owners and managers to raise rents in ways they otherwise might not have been able to.” Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 292, and therefore denies those allegations.

293. Denied.

294. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 294, and therefore denies those allegations.

295. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 295, and therefore denies those allegations.

296. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 296, and therefore denies those allegations.

297. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 297, and therefore denies those allegations.

298. Bozzuto denies the allegations in the first sentence of paragraph 298. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 298, and therefore denies those allegations.

299. Bozzuto denies the allegations in the second sentence of paragraph 299. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 299, and therefore denies those allegations.

300. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 300, and therefore denies those allegations.

301. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 301, and therefore denies those allegations.

302. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 302, and therefore denies those allegations.

303. Bozzuto denies the allegations in the first through third sentences of paragraph 303. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 303, and therefore denies those allegations.

304. Bozzuto denies the allegations in the first sentence of paragraph 304. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 304, and therefore denies those allegations.

305. Bozzuto denies the allegations in the first sentence of paragraph 305. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 305, and therefore denies those allegations.

306. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 306, and therefore denies those allegations.

307. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 307, and therefore denies those allegations.

308. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 308, and therefore denies those allegations.

309. Bozzuto denies the allegations in the final sentence of paragraph 309. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 309, and therefore denies those allegations.

310. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 310, and therefore denies those allegations.

311. Bozzuto denies the allegations in the first sentence of paragraph 311. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 311, and therefore denies those allegations.

312. To the extent paragraph 312 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 312.

313. To the extent Paragraph 313 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 313.

314. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 314, and therefore denies those allegations.

315. To the extent paragraph 315 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto

lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 315, and therefore denies those allegations.

316. Bozzuto denies the allegations in the final sentence of paragraph 316. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 316, and therefore denies those allegations.

317. Bozzuto denies the allegations in the final sentence of paragraph 317. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 317, and therefore denies those allegations.

318. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 318, and therefore denies those allegations.

319. Bozzuto denies the allegations in the first sentence of paragraph 319. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 319, and therefore denies those allegations.

320. Bozzuto admits only that it has, at some point, been a member of the NAA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 320, and therefore denies those allegations.

321. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 321, and therefore denies those allegations.

322. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 322, and therefore denies those allegations.

323. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 323, and therefore denies those allegations.

324. To the extent paragraph 324 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in Paragraph 324.

325. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 325, and therefore denies those allegations.

326. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 326, and therefore denies those allegations.

327. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 327, and therefore denies those allegations.

328. To the extent paragraph 328 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 328, and therefore denies those allegations.

329. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 329, and therefore denies those allegations.

330. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 330, and therefore denies those allegations.

331. Bozzuto denies the allegations in the first and third sentences of paragraph 331. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 331, and therefore denies those allegations.

332. To the extent paragraph 332 contains legal conclusions, no response is required. To the extent a response is required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 332.

333. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 333, and therefore denies those allegations.

334. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 334 (including Figure 9), and therefore denies those allegations.

335. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 335 (including Figure 10), and therefore denies those allegations.

336. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 336, and therefore denies those allegations.

337. To the extent paragraph 337 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in the first three sentences of paragraph 337. The fourth sentence of paragraph 337 refers to tables that speak for themselves; Bozzuto denies any characterizations of those tables and any allegations that are inconsistent with the referenced tables.

338. To the extent paragraph 338 is intended to allege the existence of a purported conspiracy, denied. Bozzuto denies that any of the geographic areas named in paragraph 338 or Figures 11-19 constitute relevant markets under applicable antitrust laws. Otherwise, Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 338, and therefore denies those allegations.

339. Bozzuto admits only that it has operated as a property manager in the Nashville-Davidson-Murfreesboro-Franklin MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 339 or Figure

11 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 339 (including Figure 11), and therefore denies those allegations.

340. Bozzuto admits only that it has operated as a property manager in the Atlanta-Sandy Springs-Roswell MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 340 or Figure 12 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 340 (including Figure 12), and therefore denies those allegations.

341. Bozzuto admits only that it has operated as a property manager in the Boston-Cambridge-Newton MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 341 or Figure 13 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 341 (including Figure 13), and therefore denies those allegations.

342. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 342 (including Figure 14), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 342 or Figure 14 constitute relevant markets under applicable antitrust laws.

343. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 343 (including Figure 15), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the

geographic areas named in paragraph 343 or Figure 15 constitute relevant markets under applicable antitrust laws.

344. Bozzuto admits only that it has operated as a property manager in the Washington-Arlington-Alexandria, DC-VA-MD-WV MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 344 or Figure 16 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 344 (including Figure 16), and therefore denies those allegations.

345. Bozzuto admits only that it has operated as a property manager in the Miami-Fort Lauderdale-Pompano Beach MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 345 or Figure 17 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 345 (including Figure 17), and therefore denies those allegations.

346. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 346 (including Figure 18), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 346 or Figure 18 constitute relevant markets under applicable antitrust laws.

347. Bozzuto admits only that it has operated as a property manager in the New York-White Plains MSA. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 347 or Figure 19 constitute relevant markets under applicable antitrust laws. Bozzuto lacks sufficient knowledge and information to form a

belief as to the truth of the balance of allegations in paragraph 347 (including Figure 19), and therefore denies those allegations.

348. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 348 (including Figures 20-28), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 348 or Figures 20-28 constitute relevant markets under applicable antitrust laws.

349. Denied.

350. Denied.

351. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 351, and therefore denies those allegations.

352. To the extent paragraph 352 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in the first sentence of paragraph 352. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the second sentence of paragraph 352, and therefore denies those allegations.

353. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 353 (including Figure 29), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 353 or Figure 29 constitute relevant markets under applicable antitrust laws.

354. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 354, and therefore denies those allegations. Bozzuto denies

any characterizations of alleged data. Bozzuto denies that any of the geographic areas named in paragraph 354 or any of the referenced Figures constitute relevant markets under applicable antitrust laws.

355. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 355, and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. To the extent paragraph 355 is intended to allege the existence of a conspiracy or purported “effects” of any alleged conspiracy, Bozzuto denies those allegations. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 30).

356. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 356, and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 30).

357. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 357 (including Figure 30), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 30).

358. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first through fourth sentences of paragraph 358, and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies the balance of allegations in paragraph 358. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 30).

359. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 359 (including Figure 31), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 31).

360. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 360 (including Figure 31), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 31).

361. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 361 (including Figure 32), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 32).

362. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in Paragraph 362 (including Figure 33), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 33).

363. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 363 (including Figures 4 and 34), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the

referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 34).

364. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 364 (including Figure 34), and therefore denies those allegations. Bozzuto denies any characterizations of alleged data. Bozzuto denies that the referenced geographic area constitutes a relevant market under applicable antitrust laws (including Figure 34).

365. Denied.

366. To the extent paragraph 366 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 366.

367. To the extent paragraph 367 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 367.

368. To the extent paragraph 368 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Otherwise, Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 368, and therefore denies those allegations.

369. To the extent paragraph 369 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 369.

370. To the extent paragraph 370 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 370.

371. To the extent paragraph 371 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 371.

372. To the extent paragraph 372 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 372.

373. To the extent paragraph 373 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of all other allegations in paragraph 373, and therefore denies those allegations.

374. To the extent paragraph 374 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 374.

375. To the extent paragraph 375 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 375.

376. To the extent paragraph 376 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 376.

377. To the extent paragraph 377 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 377.

378. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 378, and therefore denies those allegations.

379. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 379, and therefore denies those allegations.

380. To the extent paragraph 380 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 380.

381. Denied.

382. Denied.

383. Bozzuto denies the allegations in the first sentence of paragraph 383. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 383, and therefore denies those allegations.

384. Bozzuto denies the allegations in the first sentence of paragraph 384. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 384, and therefore denies those allegations.

385. Bozzuto denies the allegations in the first sentence of paragraph 385. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 385, and therefore denies those allegations.

386. Bozzuto denies the allegations in the first sentence of paragraph 386. Bozzuto admits that Bozzuto employees have attended events hosted by the National Multifamily

Housing Council (“NMHC”). Bozzuto further admits that a Bozzuto executive has served as an NMHC officer, and that Bozzuto has sponsored NMHC. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 386, and therefore denies those allegations.

387. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first, third, and fourth sentences of paragraph 387, and therefore denies those allegations. Bozzuto denies the allegations in the second sentence of paragraph 387.

388. Bozzuto denies the allegations in the first sentence of paragraph 388. Bozzuto admits only that it has, at some point, been a member of the NAA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of the allegations in paragraph 388, and therefore denies those allegations.

389. Denied.

390. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 390, and therefore denies those allegations.

391. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 391, and therefore denies those allegations.

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392. To the extent paragraph 392 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 392.

393. To the extent paragraph 393 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 393.

394. To the extent paragraph 394 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 394.

395. To the extent paragraph 394 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 395.

396. To the extent paragraph 394 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 395.

397. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 397, and therefore denies those allegations.

398. To the extent paragraph 398 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 398.

399. To the extent paragraph 399 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 399.

400. To the extent paragraph 400 contains legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 400.

401. To the extent paragraph 401 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 401.

402. To the extent paragraph 402 (including Figure 35) states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of the allegations in paragraph 402, and therefore denies those allegations.

403. To the extent paragraph 403 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 403.

404. To the extent paragraph 404 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 404.

405. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first two sentences of paragraph 405, and therefore denies those allegations. Bozzuto denies the balance of allegations in paragraph 405.

406. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 406 relating to alleged operations of other Defendants, and therefore denies those allegations. To the extent the balance of paragraph 406 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 406.

407. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 407, and therefore denies those allegations.

408. To the extent paragraph 408 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 408.

409. To the extent paragraph 409 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 409.

410. Bozzuto admits that paragraph 410 purports to describe the Census Bureau's Nashville-Davidson-Murfreesboro-Franklin MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 410, and therefore denies those allegations.

411. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 411, and therefore denies those allegations.

412. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 412, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 412.

413. Bozzuto admits that it has operated as a property manager in the Nashville-Davidson-Murfreesboro-Franklin MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 413 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 413.

414. Denied.

415. Denied.

416. Bozzuto admits that paragraph 416 purports to describe the Census Bureau's Atlanta-Sandy Springs-Alpharetta MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 416, and therefore denies those allegations.

417. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 417, and therefore denies those allegations.

418. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 418, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 418.

419. Bozzuto admits that it has operated as a property manager in the Atlanta-Sandy Springs-Alpharetta MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 419 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 419.

420. Denied.

421. Denied.

422. Bozzuto admits that paragraph 422 purports to describe the Census Bureau's Austin-Round Rock-Georgetown MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 422, and therefore denies those allegations.

423. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 423, and therefore denies those allegations.

424. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 424, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 424.

425. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 425, and therefore denies those allegations.

426. Denied.

427. Denied.

428. Bozzuto admits that paragraph 428 purports to describe the Census Bureau's Baltimore-Columbia-Towson MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 428, and therefore denies those allegations.

429. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 429, and therefore denies those allegations.

430. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 430, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 430.

431. Bozzuto admits that it has operated as a property manager in the Baltimore-Columbia-Towson MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 431 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 431.

432. Denied.

433. Denied.

434. Denied.

435. Bozzuto admits that paragraph 435 purports to describe the Census Bureau's Boston-Cambridge-Newton MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 435, and therefore denies those allegations.

436. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 436, and therefore denies those allegations.

437. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 437, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 437.

438. Bozzuto admits that it has operated as a property manager in the Boston-Cambridge-Newton MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 438 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 438.

439. Denied.

440. Denied.

441. Denied.

442. Bozzuto admits that paragraph 442 purports to describe the Census Bureau's Charlotte-Gastonia-Concord MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 442, and therefore denies those allegations.

443. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 443, and therefore denies those allegations.

444. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 444, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 444.

445. Bozzuto admits that it has operated as a property manager in the Charlotte-Gastonia-Concord MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 445 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 445.

446. Denied.

447. Denied.

448. Bozzuto admits that paragraph 448 purports to describe the Census Bureau's Chicago-Naperville-Elgin MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 448, and therefore denies those allegations.

449. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 449, and therefore denies those allegations.

450. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 450, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 450.

451. Bozzuto admits that it has operated as a property manager in the Chicago-Naperville-Elgin MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 451 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 451.

452. Denied.

453. Denied.

454. Bozzuto admits that paragraph 454 purports to describe the Census Bureau's Dallas-Fort Worth-Arlington MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 454, and therefore denies those allegations.

455. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 455, and therefore denies those allegations.

456. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 456, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 456.

457. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 457, and therefore denies those allegations.

458. Denied.

459. Denied.

460. Bozzuto admits that paragraph 460 purports to describe the Census Bureau's Denver-Aurora-Lakewood MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 460, and therefore denies those allegations.

461. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 461, and therefore denies those allegations.

462. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 462, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 462.

463. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 463, and therefore denies those allegations.

464. Bozzuto denies the allegations in the first sentence of paragraph 464. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in paragraph 464, and therefore denies those allegations.

465. Denied.

466. Denied.

467. Bozzuto admits that paragraph 467 purports to describe the Census Bureau's Detroit-Warren-Dearborn MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 467, and therefore denies those allegations.

468. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 468, and therefore denies those allegations.

469. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 469, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 469.

470. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 470, and therefore denies those allegations.

471. Denied.

472. Denied.

473. Bozzuto admits that paragraph 473 purports to describe the Census Bureau's Houston-The Woodlands-Sugarland MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 473, and therefore denies those allegations.

474. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 474, and therefore denies those allegations.

475. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 475, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 475.

476. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 476, and therefore denies those allegations.

477. Denied.

478. Denied.

479. Bozzuto admits that paragraph 479 purports to describe the Census Bureau's Jacksonville MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 479, and therefore denies those allegations.

480. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 480, and therefore denies those allegations.

481. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 481, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 481.

482. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 482, and therefore denies those allegations.

483. Denied.

484. Denied.

485. Bozzuto admits that paragraph 485 purports to describe the Census Bureau's Las Vegas-Henderson-Paradise MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 485, and therefore denies those allegations.

486. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 486, and therefore denies those allegations.

487. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 487, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 487.

488. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 488, and therefore denies those allegations.

489. Denied.

490. Denied.

491. Bozzuto admits that paragraph 491 purports to describe the Census Bureau's Los Angeles-Long Beach-Anaheim MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 491, and therefore denies those allegations.

492. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 492, and therefore denies those allegations.

493. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 493, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 493.

494. Bozzuto admits that it has operated as a property manager in the Los Angeles-Long Beach-Anaheim MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 494 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 494.

495. Denied.

496. Denied.

497. Denied.

498. Bozzuto admits that paragraph 498 purports to describe the Census Bureau's Memphis TN-MS-AR MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 498, and therefore denies those allegations.

499. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 499, and therefore denies those allegations.

500. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 500, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 500.

501. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 501, and therefore denies those allegations.

502. Denied.

503. Denied.

504. Bozzuto admits that paragraph 504 purports to describe the Census Bureau's Miami-Fort Lauderdale-Pompano Beach MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 504, and therefore denies those allegations.

505. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 505, and therefore denies those allegations.

506. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 506, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 506.

507. Bozzuto admits that it has operated as a property manager in the Miami-Fort Lauderdale-Pompano Beach MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 507 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 507.

508. Denied.

509. Denied.

510. Bozzuto admits that paragraph 510 purports to describe the Census Bureau's Milwaukee-Waukesha, Wisconsin MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 510, and therefore denies those allegations.

511. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 511, and therefore denies those allegations.

512. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 512, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 512.

513. Bozzuto admits that it has operated as a property manager in the Milwaukee-Waukesha, Wisconsin MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 513 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 513.

514. Denied.

515. Denied.

516. Bozzuto admits that paragraph 516 purports to describe the Census Bureau's Minneapolis-Saint Paul MSA, which speaks for itself. Bozzuto otherwise lacks sufficient

knowledge and information to form a belief as to the truth of the allegations in paragraph 516, and therefore denies those allegations.

517. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 517, and therefore denies those allegations.

518. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 518, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 518.

519. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 519, and therefore denies those allegations.

520. Denied.

521. Denied.

522. Bozzuto admits that paragraph 522 purports to describe the Census Bureau's New York-Newark-Jersey City MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 522, and therefore denies those allegations.

523. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 523, and therefore denies those allegations.

524. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 524, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 524.

525. Bozzuto admits that it has operated as a property manager in the New York-Newark-Jersey City MSA. Bozzuto lacks sufficient knowledge and information to form a belief

as to the truth of any allegations in paragraph 525 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 525.

526. Denied.

527. Denied.

528. Denied.

529. Bozzuto admits that paragraph 529 purports to describe the Census Bureau's Orlando-Kissimmee-Sanford MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 529, and therefore denies those allegations.

530. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 530, and therefore denies those allegations.

531. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 531, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 531.

532. Bozzuto admits that it has operated as a property manager in the Orlando-Kissimmee-Sanford MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 532 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 532.

533. Denied.

534. Denied.

535. Bozzuto admits that paragraph 535 purports to describe the Census Bureau's Philadelphia-Camden-Wilmington MSA, which speaks for itself. Bozzuto otherwise lacks

sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 535, and therefore denies those allegations.

536. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 536, and therefore denies those allegations.

537. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 537, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 537.

538. Bozzuto admits that it has operated as a property manager in the Philadelphia-Camden-Wilmington MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 538 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 538.

539. Denied.

540. Bozzuto admits that paragraph 540 purports to describe the Census Bureau's Phoenix-Mesa-Chandler MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 540, and therefore denies those allegations.

541. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 541, and therefore denies those allegations.

542. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 542, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 542.

543. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 543, and therefore denies those allegations.

544. Denied.

545. Denied.

546. Denied.

547. Bozzuto admits that paragraph 547 purports to describe the Census Bureau's Pittsburgh, Pennsylvania MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 547, and therefore denies those allegations.

548. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 548, and therefore denies those allegations.

549. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 549, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 549.

550. Bozzuto admits that it has operated as a property manager in the Pittsburgh, Pennsylvania MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 538 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 538.

551. Denied.

552. Denied.

553. Bozzuto admits that paragraph 553 purports to describe the Census Bureau's Portland-Vancouver-Hillsboro MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 553, and therefore denies those allegations.

554. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 554, and therefore denies those allegations.

555. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 555, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 555.

556. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 556, and therefore denies those allegations.

557. Denied.

558. Denied.

559. Denied.

560. Bozzuto admits that paragraph 560 purports to describe the Census Bureau's San Diego-Carlsbad-San Marcos MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 560, and therefore denies those allegations.

561. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 561, and therefore denies those allegations.

562. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 562, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 562.

563. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 563, and therefore denies those allegations.

564. Denied.

565. Denied.

566. Denied.

567. Bozzuto admits that paragraph 567 purports to describe the Census Bureau's San Francisco-Oakland-Fremont MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 567, and therefore denies those allegations.

568. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 568, and therefore denies those allegations.

569. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 569, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 569.

570. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 570, and therefore denies those allegations.

571. Denied.

572. Denied.

573. Denied.

574. Bozzuto admits that paragraph 574 purports to describe the Census Bureau's San Jose-Sunnyvale-Santa Clara MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 574, and therefore denies those allegations.

575. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 575, and therefore denies those allegations.

576. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 576, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 576.

577. Bozzuto admits that it has operated as a property manager in the San Jose-Sunnyvale-Santa Clara MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 577 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 577.

578. Denied.

579. Denied.

580. Denied.

581. Bozzuto admits that paragraph 581 purports to describe the Census Bureau's Seattle-Tacoma-Bellevue MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 581, and therefore denies those allegations.

582. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 582, and therefore denies those allegations.

583. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 583, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 583.

584. Bozzuto admits that it has operated as a property manager in the Seattle-Tacoma-Bellevue MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 584 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 584.

585. Denied.

586. Denied.

587. Denied.

588. Bozzuto admits that paragraph 588 purports to describe the Census Bureau's St. Louis, MO-IL MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 588, and therefore denies those allegations.

589. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 589, and therefore denies those allegations.

590. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 590, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 590.

591. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 591, and therefore denies those allegations.

592. Denied.

593. Denied.

594. Bozzuto admits that paragraph 594 purports to describe the Census Bureau's Tampa-St. Petersburg-Clearwater MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 594, and therefore denies those allegations.

595. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 595, and therefore denies those allegations.

596. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 596, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 596.

597. Bozzuto admits that it has operated as a property manager in the Tampa-St. Petersburg-Clearwater MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 597 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 597.

598. Denied.

599. Denied.

600. Bozzuto admits that paragraph 600 purports to describe the Census Bureau's Tucson MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 600, and therefore denies those allegations.

601. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 601, and therefore denies those allegations.

602. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 602, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 602.

603. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 603, and therefore denies those allegations.

604. Denied.

605. Denied.

606. Bozzuto admits that paragraph 606 purports to describe the Census Bureau's Washington-Arlington-Alexandria MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 606, and therefore denies those allegations.

607. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 607, and therefore denies those allegations.

608. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 608, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 608.

609. Bozzuto admits that it has operated as a property manager in the Washington-Arlington-Alexandria MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 609 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 609.

610. Denied.

611. Denied.

612. Denied.

613. Bozzuto admits that paragraph 613 purports to describe the Census Bureau's Wilmington MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 613, and therefore denies those allegations.

614. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 614, and therefore denies those allegations.

615. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in the first sentence of paragraph 615, and therefore denies those allegations. Bozzuto denies the remaining allegations in paragraph 615.

616. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 616, and therefore denies those allegations.

617. Denied.

618. Denied.

619. Bozzuto denies any allegations of a conspiracy, but Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the balance of allegations in the first three sentences of paragraph 619, and therefore denies those allegations. To the extent the balance of Paragraph 619 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 619.

620. Bozzuto admits that paragraph 620 purports to describe the Census Bureau's Birmingham-Hoover, Alabama MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 620 and therefore denies those allegations.

621. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 621, and therefore denies those allegations.

622. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 622, and therefore denies those allegations.

623. Denied.

624. Denied.

625. Bozzuto admits that paragraph 625 purports to describe the Census Bureau's Buffalo-Cheektowaga, New York MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 625, and therefore denies those allegations.

626. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 626, and therefore denies those allegations.

627. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 627, and therefore denies those allegations.

628. Denied.

629. Denied.

630. Bozzuto admits that paragraph 630 purports to describe the Census Bureau's Cincinnati OH-KY-IN MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 630, and therefore denies those allegations.

631. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 631, and therefore denies those allegations.

632. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 632, and therefore denies those allegations.

633. Denied.

634. Denied.

635. Bozzuto admits that paragraph 635 purports to describe the Census Bureau's Cleveland-Elyria, OH MSA, which speaks for itself. Bozzuto otherwise lacks sufficient

knowledge and information to form a belief as to the truth of the allegations in paragraph 635, and therefore denies those allegations.

636. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 636, and therefore denies those allegations.

637. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 637, and therefore denies those allegations.

638. Denied.

639. Denied.

640. Bozzuto admits that paragraph 640 purports to describe the Census Bureau's Columbus, Ohio MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 640, and therefore denies those allegations.

641. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 641, and therefore denies those allegations.

642. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 642, and therefore denies those allegations.

643. Denied.

644. Denied.

645. Bozzuto admits that paragraph 645 purports to describe the Census Bureau's Hartford-East Hartford-Middletown, Connecticut MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 645, and therefore denies those allegations.

646. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 646, and therefore denies those allegations.

647. Bozzuto admits that it has operated as a property manager in the Hartford-East Hartford-Middletown, Connecticut MSA. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of any allegations in paragraph 647 relating to other Defendants, and therefore denies those allegations. Bozzuto denies all other allegations in paragraph 647.

648. Denied.

649. Denied.

650. Bozzuto admits that paragraph 650 purports to describe the Census Bureau's Riverside-San Bernardino-Ontario, California MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 650, and therefore denies those allegations.

651. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 651, and therefore denies those allegations.

652. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 652, and therefore denies those allegations.

653. Denied.

654. Denied.

655. Bozzuto admits that paragraph 655 purports to describe the Census Bureau's Sacramento-Roseville-Folsom, California MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 655, and therefore denies those allegations.

656. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 656, and therefore denies those allegations.

657. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 657, and therefore denies those allegations.

658. Denied.

659. Denied.

660. Bozzuto admits that paragraph 660 purports to describe the Census Bureau's Salt Lake City, Utah MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 660, and therefore denies those allegations.

661. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 661, and therefore denies those allegations.

662. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 662, and therefore denies those allegations.

663. Denied.

664. Denied.

665. Bozzuto admits that paragraph 665 purports to describe the Census Bureau's San Antonio-New Braunfels, Texas MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 665, and therefore denies those allegations.

666. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 666, and therefore denies those allegations.

667. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 667, and therefore denies those allegations.

668. Denied.

669. Denied.

670. Bozzuto admits that paragraph 670 purports to describe the Census Bureau's San Juan-Bayamón-Caguas, PR MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 670, and therefore denies those allegations.

671. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 671, and therefore denies those allegations.

672. Denied.

673. Bozzuto admits that paragraph 673 purports to describe the Census Bureau's Virginia Beach-Norfolk-Newport News VA-NC MSA, which speaks for itself. Bozzuto otherwise lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 673, and therefore denies those allegations.

674. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 674, and therefore denies those allegations.

675. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 675, and therefore denies those allegations.

676. Denied.

677. Denied.

678. Paragraph 678 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 678.

679. Paragraph 679 states legal conclusions, no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 679.

680. Paragraph 680 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 680.

VII. CLASS ACTION ALLEGATIONS

681. Bozzuto admits only that Plaintiffs purport to bring this action under Federal Rules of Civil Procedure 23(a) and 23(b)((3) and that they seek damages and equitable relief. Bozzuto denies any liability whatsoever. Otherwise, Paragraph 681 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 681.

682. Paragraph 682 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 682.

683. Paragraph 683 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 683.

684. Paragraph 684 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 684.

685. Paragraph 685 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 685.

686. Paragraph 686 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 686.

687. Bozzuto lacks sufficient knowledge and information to form a belief as to the truth of the allegations in paragraph 687, and therefore denies those allegations.

688. Paragraph 688 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 688.

689. Paragraph 689 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 689.

690. Paragraph 690 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 690.

VIII. ANTITRUST INJURY

691. Paragraph 691 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 691.

692. Paragraph 692 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 692.

693. Paragraph 693 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 693.

IX. CONTINUING VIOLATION

694. Paragraph 694 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 694.

695. Paragraph 695 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 695.

696. Paragraph 696 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 696.

697. Paragraph 697 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 697.

698. Paragraph 698 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 698.

699. Paragraph 699 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 699.

700. Paragraph 700 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 700.

X. CLAIMS FOR RELIEF

COUNT I Price Fixing in Violation of Section 1 of the Sherman Act (15 U.S.C. § 1)

701. Bozzuto reasserts and repeats the averments and responses in the foregoing paragraphs as if fully set forth herein.

702. Paragraph 702 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 702.

703. Paragraph 703 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 703.

704. Paragraph 704 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 704.

705. Paragraph 705 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 705.

706. Paragraph 706 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 706.

707. Paragraph 707 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 707.

COUNT II
Violation of State Antitrust Statutes
(On behalf of Plaintiffs and the Class)

708. Bozzuto reasserts and repeats the averments and responses in the foregoing paragraphs as if fully set forth herein.

709. Paragraph 709 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 709.

710. Paragraph 710 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 710.

711. Paragraph 711 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 711.

712. Paragraph 712 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 712.

713. Paragraph 713 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 713.

714. Paragraph 714 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 714.

715. Paragraph 715 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 715.

716. Paragraph 716 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 716.

717. Paragraph 717 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 717.

718. Paragraph 718 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 718.

719. Paragraph 719 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 719.

720. Paragraph 720 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 720.

721. Paragraph 721 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 721.

722. Paragraph 722 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 722.

723. Paragraph 723 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 723.

724. Paragraph 724 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 724.

725. Paragraph 725 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 725.

726. Paragraph 726 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 726.

727. Paragraph 727 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 727.

728. Paragraph 728 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 728.

729. Paragraph 729 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 729.

730. Paragraph 730 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 730.

731. Paragraph 731 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 731.

732. Paragraph 732 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 732.

733. Paragraph 733 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 733.

734. Paragraph 734 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 734.

735. Paragraph 735 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 735.

736. Paragraph 736 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 736.

737. Paragraph 737 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 737.

738. Paragraph 738 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 738.

739. Paragraph 739 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 739.

740. Paragraph 740 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 740.

741. Paragraph 741 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 741.

742. Paragraph 742 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 742.

743. Paragraph 743 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 743.

744. Paragraph 744 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 744.

745. Paragraph 745 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 745.

746. Paragraph 746 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 746.

747. Paragraph 747 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 747.

748. Paragraph 748 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 748.

749. Paragraph 749 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 749.

750. Paragraph 750 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 750.

751. Paragraph 751 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 751.

752. Paragraph 752 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 752.

753. Paragraph 753 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 753.

754. Paragraph 754 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 754.

755. Paragraph 755 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 755.

756. Paragraph 756 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 756.

757. Paragraph 757 states a legal conclusion, to which no response is required. To the extent a response is deemed required, anything contrary to the law is denied. Bozzuto denies all other allegations in paragraph 757.

XI. PRAYER FOR RELIEF

The remainder of the SAMC sets forth Plaintiffs' prayer for relief, to which no response is required. To the extent a response is deemed required, Bozzuto denies the allegations contained in the prayer for relief and further avers that Plaintiffs are not entitled to the requested relief or any relief whatsoever. Bozzuto further denies any and all allegations in the SAMC not expressly admitted herein to which a response is deemed required.

PLAINTIFFS' JURY TRIAL DEMAND

The Court should reject and dismiss Plaintiffs' claims as a matter of law, therefore rendering unnecessary any trial in this action. Bozzuto further states that certain named Plaintiffs and unnamed purported class members have signed valid and enforceable contractual jury trial

waivers, agreements to arbitrate, and/or class action waivers, which Bozzuto intends to enforce and which preclude trial by jury.

AFFIRMATIVE DEFENSES

Without assuming any burden that it otherwise would not bear, Bozzuto asserts the following avoidances and defenses to Plaintiffs' claims:

Federal Rule of Civil Procedure 8 sets forth the avoidances and defenses that must be affirmatively stated in a pleading. *See* Fed. R. Civ. P. 8(c) ("In responding to a pleading, a party must affirmatively state any avoidance or affirmative defense, including: [enumerated affirmative defenses].").

To the extent necessary, Bozzuto alleges Plaintiffs' claims are barred because the acts Plaintiffs allege Bozzuto undertook in furtherance of the alleged conspiracy were in Bozzuto's unilateral business interest. Bozzuto reserves the right to assert additional avoidances and defenses as they become known during discovery and based on the record as it develops, up to and including at the time of trial.

FIRST DEFENSE

1. Plaintiffs' claims are barred in whole or in part because the SAMC fails to state facts upon which relief can be granted.

SECOND DEFENSE

2. Plaintiffs' claims are barred, in whole or in part, because Bozzuto's actions were not per se unlawful.

THIRD DEFENSE

3. Plaintiffs' claims are barred, in whole or in part, because Bozzuto and other Defendants do not possess market power, individually or collectively, in any relevant market,

including the MSAs where Plaintiffs allege Bozzuto operates as a property manager of multifamily housing properties (the “Bozzuto MSAs”).

FOURTH DEFENSE

4. Plaintiffs’ claims are barred, in whole or in part, because there are no anticompetitive effects in any relevant geographic market, including the Bozzuto MSAs, and Plaintiffs entered into contracts that do not include any purported overcharge.

FIFTH DEFENSE

5. Plaintiffs’ claims are barred, in whole or in part, because Plaintiffs have not defined a proper relevant market, a proper relevant product market, or a proper relevant geographic market for purposes of this action.

SIXTH DEFENSE

6. Plaintiffs’ claims are barred, in whole or in part, because there is no contract, combination, or conspiracy that unreasonably restrains trade.

SEVENTH DEFENSE

7. Plaintiffs’ claims are barred, in whole or in part, because Bozzuto has not formed an agreement or exchanged competitively sensitive information in any relevant market, including the Bozzuto MSAs.

EIGHTH DEFENSE

8. Plaintiffs’ claims are barred, in whole or in part, because none of Bozzuto’s alleged actions or omissions that Plaintiffs challenge substantially lessened or otherwise harmed competition within any relevant market, including the Bozzuto MSAs.

NINTH DEFENSE

9. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs lack standing, including antitrust standing, to assert their claims in the SAMC.

TENTH DEFENSE

10. Plaintiffs are not entitled to injunctive relief because they have an adequate remedy at law.

ELEVENTH DEFENSE

11. Plaintiffs fail to allege facts sufficient to support any granting of injunctive relief. Plaintiffs' request for injunctive relief lacks the specificity required by Federal Rule of Civil Procedure 65.

TWELFTH DEFENSE

12. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs are neither typical nor adequate representatives of the class seeking injunctive relief.

THIRTEENTH DEFENSE

13. Plaintiffs' claims are barred, in whole or in part, under *Illinois Brick v. Illinois*, 431 U.S. 720 (1977).

FOURTEENTH DEFENSE

14. Plaintiffs' claims are barred, in whole or in part, because Bozzuto is not liable for the acts of any other Defendant.

FIFTEENTH DEFENSE

15. Plaintiffs' claims are barred, in whole or in part, by the applicable federal and state statutes of limitations. To the extent Plaintiffs seek to bring claims outside the applicable statutes

of limitations, the SAMC is time-barred. To the extent that the SAMC relies on information made public more than four years ago, the SAMC is time-barred.

SIXTEENTH DEFENSE

16. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have not suffered any injury in fact or any injury cognizable under the antitrust laws. Plaintiffs cannot establish an actual injury.

17. Plaintiffs' alleged harm lies in speculation that many companies colluded seamlessly, through a purported conspiracy, to set rent prices. Plaintiffs' speculation is false. In reality, Plaintiffs complain about natural changes in the competitive market conditions that exist in the global, national, and local economies. To the extent Plaintiffs maintain they were injured by these events, such an injury is not cognizable under the antitrust laws. Plaintiffs' claims for damages are speculative and uncertain, and it is impossible to ascertain and allocate Plaintiffs' alleged damages.

SEVENTEENTH DEFENSE

18. Plaintiffs cannot satisfy the requirements of Federal Rules of Civil Procedure 23(a), 23(b)(2), and/or 23(b)(3) to maintain this action as a class action because, among other arguments, Plaintiffs have not defined a cognizable class or class period, common questions of law or fact common to members of the putative class do not predominate over any questions affecting only individual members, and a class action is not superior to other available methods for fairly and efficiently adjudicating this controversy.

EIGHTEENTH DEFENSE

19. Plaintiffs' putative class should be stricken and/or dismissed because the Plaintiffs are not proper or adequate class representatives and their claims are not representative of the putative class.

NINETEENTH DEFENSE

20. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs failed to exercise reasonable care to mitigate any damages they may have suffered. Among other things, to the extent Plaintiffs believed that Bozzuto agreed to use RealPage's RMS and that such agreement had the effect of raising rental prices above competitive levels, allegations which Bozzuto denies, Plaintiffs had an obligation to mitigate their damages by, among other things, seeking other sources of supply, including from other property managers or owners. Plaintiffs' failure to exercise reasonable care to mitigate damages was the complete or partial cause of any damages Plaintiffs may have suffered.

TWENTIETH DEFENSE

21. Plaintiffs' claims are barred, in whole or in part, because any alleged injuries and damages either were not legally or proximately caused by any acts or omissions of Bozzuto or were caused, if at all, solely and proximately by Plaintiffs' conduct or by the conduct of third parties other than Bozzuto including, without limitation, the prior, intervening, or superseding conduct of Plaintiffs or such third parties. Additionally, Plaintiffs' claims are barred, in whole and/or in part, because any alleged injury is too remote.

TWENTY-FIRST DEFENSE

22. Plaintiffs' claims are barred, in whole or in part, by the doctrine of waiver. Plaintiffs' continued leases at what they now allege are prices above the competitive level manifest

an intention to waive any right to bring this suit and are inconsistent with any other intention. Plaintiffs, by their actions, accepted the benefits of an ongoing relationship with Defendants and relinquished their rights to bring suit.

TWENTY-SECOND DEFENSE

23. Plaintiffs' claims are barred by the equitable doctrine of laches. Plaintiffs demonstrated an unreasonable lack of diligence in bringing their claims, and Bozzuto has been prejudiced by Plaintiffs' lack of diligence. Plaintiffs' unreasonable lack of diligence in bringing their claims now bars those claims.

TWENTY-THIRD DEFENSE

24. Plaintiffs' claims are barred, in whole or in part, due to their ratification of, and consent to, the conduct of Bozzuto. The SAMC demonstrates Plaintiffs' long-standing ratification of and consent to the complained-of conduct. Because Plaintiffs have been aware for years of the conduct they now challenge—and because some of that conduct provided Plaintiffs a direct benefit—Plaintiffs' claims are barred by the doctrine of ratification.

TWENTY-FOURTH DEFENSE

25. Plaintiffs' claims are barred, in whole or in part, to the extent Plaintiffs seeks to impose liability on Bozzuto based on the exercise of any person's or entity's right to petition federal, state, and local governmental bodies, including through public statements, because such conduct was immune under the *Noerr-Pennington* doctrine and privileged under the First Amendment to the U.S. Constitution.

TWENTY-FIFTH DEFENSE

26. Plaintiffs' claims are barred, in whole or in part, to the extent the contracts pursuant to which Plaintiffs rented their apartments contain arbitration clauses, clauses providing a different

forum for the resolution of their claims, provisions precluding a jury trial, or provisions waiving a Plaintiff's ability to bring a representative or class action claim.

TWENTY-SIXTH DEFENSE

27. Without admitting the existence of any contract, combination, or conspiracy in restraint of trade, and expressly denying same, Bozzuto avers that it is entitled to set off any amounts paid to Plaintiffs and the putative class members by any other Defendants who have settled, or do settle, any claims in this action.

TWENTY-SEVENTH DEFENSE

28. Plaintiffs' claims are barred, in whole or in part, to the extent Plaintiffs seek improper multiple damage awards, and damage awards duplicative of those sought in other actions, in violation of the due process guarantees of the Fifth and Fourteenth Amendments of the United States Constitution and of the Eighth Amendment of the United States Constitution.

TWENTY-EIGHTH DEFENSE

29. Plaintiffs' claims are barred, in whole or in part, by the Plaintiffs' knowing acquiescence to the purported restraints of trade alleged in the SAMC.

TWENTY-NINTH DEFENSE

30. Upon information and belief, Plaintiffs' claims are barred, in whole or in part, by Defendants' right to set off any amount paid to Plaintiffs by damages attributable to Plaintiffs' conduct to the extent Plaintiffs unlawfully shared information found to be competitively sensitive regarding their rental lease agreements or potential alternative rental lease agreements.

THIRTIETH DEFENSE

31. Some or all of Plaintiffs' state-law claims cannot be brought against Bozzuto for a lack of jurisdiction. For instance, the laws of the states cited in Count II of the SAMC are not

intended to, and do not, apply to conduct occurring outside of those states, and the SAMC does not include any Plaintiff from Alaska, Arizona, the District of Columbia, Hawaii, Idaho, Indiana, Iowa, Kansas, Louisiana, Maine, Maryland, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, South Dakota, Utah, Vermont, Virginia, West Virginia, Wisconsin, or Wyoming.

32. Many of the state laws allegedly giving rise to Plaintiffs' claims do not apply because the alleged conduct did not occur within or substantially affect the citizens or commerce of the respective states, or because Bozzuto had no specific intent to impact the commerce of those states. As a result, the application of those state laws to Bozzuto's conduct would violate the Due Process Clauses and Commerce Clause of the U.S. Constitution, the principle of federalism, and the constitutions and laws of the respective states at issue.

33. To the extent that the SAMC seeks to assert claims or obtain relief on behalf of multifamily renters located outside of the jurisdictions governed by those laws, those claims are barred as improper assertions of extraterritorial jurisdiction, and any effort to enforce those laws as to residents of other states would violate the Due Process Clauses and the Commerce Clause of the U.S. Constitution and various state laws and constitutions.

THIRTY-FIRST DEFENSE

34. Some of Plaintiffs' state-law claims are barred, in whole or in part, to the extent Plaintiffs seek damages under state laws that do not permit recovery of damages by private plaintiffs.

THIRTY-SECOND DEFENSE

35. Plaintiffs' claims are barred, in whole or in part, to the extent that Plaintiffs failed to comply with the notice requirements under various state laws.

THIRTY-THIRD DEFENSE

36. Some or all of Plaintiffs' claims are barred because all of Bozzuto's conduct challenged by Plaintiffs has not unreasonably restrained trade and was lawful, fair, non-deceptive, expressly authorized by law, reasonable, justified, and pro-competitive; it constituted a bona fide business practice consistent with industry practices and was carried out in furtherance of legitimate business interests; and it was an essential part of Bozzuto's lawful business operations.

THIRTY-FOURTH DEFENSE

37. Some or all of the respective state-law claims at issue cannot be, and were not intended to be, applied in the class-action context.

THIRTY-FIFTH DEFENSE

38. Plaintiffs' claims are barred by the state action doctrine to the extent those claims arise out of or relate to rental prices of affordable dwelling units. Bozzuto's conduct in connection with those units was clearly articulated and affirmatively expressed under state policy, and Bozzuto was actively supervised by state authorities.

THIRTY-SIXTH DEFENSE

39. Bozzuto adopts and incorporates by reference all other defenses asserted by any other Defendant to the extent those defenses would apply to Bozzuto.

THIRTY-SEVENTH DEFENSE

40. Bozzuto reserves the right to assert other defenses as this action proceeds, up to and including at the time of trial.

Respectfully submitted,

/s/ James D. Bragdon

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February 5, 2024

CERTIFICATE OF SERVICE

Pursuant to paragraph 9 of the Court's Practice and Procedures Notice entered April 19, 2023 (Doc. 2), I certify that counsel of record who are registered for CM/ECF filing will be served electronically with this filing on February 5, 2024.

/s/ Charles E. Elder